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8 Counsel for Debtor

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10
11 UNITED STATES BANKRUPTCY COURT
12 DISTRICT OF NEVADA
13 LAS VEGAS DIVISION

14 —ooOoo—

15 In Re: Case No. BK-11-13537-BAM

16 INTEGRATED FINANCIAL
17 ASSOCIATES, INC., a Nevada
18 Corporation

19 Chapter 11

20 Debtor.

21 _____ /

22 Adv. No.: _____

23 INTEGRATED FINANCIAL
24 ASSOCIATES, INC., a Nevada
25 Corporation,

26 Plaintiff,

27 **VERIFIED COMPLAINT FOR**
INJUNCTIVE RELIEF

28 vs.
29 FEDERAL DEPOSIT INSURANCE
30 CORPORATION AS RECEIVER FOR
31 MARSHALL BANK, N.A., THE
32 MARSHALL GROUP, INC.,
33 MARSHALL FINANCIAL GROUP,
34 LLC, MARSHALL BANKFIRST
35 CORPORATION and MB-BONA, LLC,

36 Defendant.

37 _____ /
38 COMES NOW Plaintiff, INTEGRATED FINANCIAL ASSOCIATES, INC., a
39 Nevada corporation (hereinafter "IFA"), by and through its counsel, Alan R. Smith, Esq., of

1 the Law Offices of Alan R. Smith, and for its complaint against Defendant, FEDERAL
 2 DEPOSIT INSURANCE CORPORATION AS RECEIVER FOR MARSHALL BANK,
 3 N.A., THE MARSHALL GROUP, INC., MARSHALL FINANCIAL GROUP, LLC,
 4 MARSHALL BANKFIRST CORPORATION and MB-BONA, LLC, avers as follows:

5 **PARTIES, JURISDICTION AND VENUE**

6 1. This case presents claims that are related to a proceeding that is pending under
 7 Title 11 U.S.C., and therefore, this Court has jurisdiction of this matter pursuant to the
 8 provisions of 28 U.S.C. §1334.

9 2. This adversary proceeding concerns seeking an injunction against FEDERAL
 10 DEPOSIT INSURANCE CORPORATION AS RECEIVER FOR MARSHALL BANK,
 11 N.A., THE MARSHALL GROUP, INC., MARSHALL FINANCIAL GROUP, LLC,
 12 MARSHALLBANKFIRST CORPORATION and MB-BONA, LLC, from proceeding in an
 13 action entitled *Integrated Financial Associates, Inc. v. Marshall Bank, N.A., et al.*, Case No.
 14 RIC532644EDCV 10-00209-AG (Opx), further described herein.

15 3. This Court is the proper venue for this case under the provisions of 28 U.S.C.
 16 §1409(a).

17 4. Plaintiff, IFA, is a corporation organized and existing under the laws of the
 18 State of Nevada.

19 5. Defendant, FEDERAL DEPOSIT INSURANCE CORPORATION AS
 20 RECEIVER FOR MARSHALL BANK, N.A., is an entity that is organized and controlled
 21 by the United States federal government (hereinafter “FDIC”).

22 6. Defendant THE MARSHALL GROUP, INC., is a corporation organized under
 23 the laws of Minnesota.

24 7. Defendant MARSHALL FINANCIAL GROUP, LLC, is a limited liability
 25 company organized under the laws of Delaware.

26 8. Defendant MARSHALL BANKFIRST CORPORATION is a Minnesota
 27 banking corporation.

28 9. Defendant MB-BONA, LLC is a limited liability company organized under the

laws of Minnesota.

10. The FDIC, MARSHALL BANK, N.A., THE MARSHALL GROUP, INC., MARSHALL FINANCIAL GROUP, LLC, MARSHALL BANKFIRST CORPORATION and MB-BONA, LLC. are collectively hereinafter referred to as the "Marshall Entities."

GENERAL ALLEGATIONS

11. IFA is a Plaintiff in an action entitled *Integrated Financial Associates, Inc. v. Marshall Bank, N.A., et al.*, Case No. RIC532644EDCV 10-00209-AG (Opx), (the “Federal Court Case”). The matter is pending in United States District Court, Central District of California, (Eastern Division - Riverside).

10 12. IFA was previously represented by Robert K. Sall, Esq., of The Sall Law Firm
11 in connection with the Federal Court Case.

12 13. On April 11, 2011, the Court granted Robert K. Sall, Esq.'s motion to
13 withdraw as counsel for IFA. IFA currently has no counsel in the Federal Court Case.

14 14. On March 14, 2011, IFA filed its Chapter 11 petition commencing the above-
15 captioned case.

16 15. Depositions in the Federal Court Case have been scheduled by the Marshall
17 Entities for April 25th, 26th, 27th, 28th, 29th, May 2nd and 3rd, hereinafter collectively referred
18 to as "Discovery." The depositions are of persons who are beneficiaries on various loans
19 where IFA is either a participant or loan source or both.

16. IFA is the plaintiff in several other state court actions, and is determining the
manner in which it will proceed in the various state court actions. In the subject Federal
Court Case, IFA currently has no counsel, and is deciding whether to proceed with the
action.

24 17. IFA has been advised that Marshall Entities is contemplating a counterclaim
25 against IFA and is concerned that the Discovery intended to be conducted by Marshall
26 Entities is in furtherance of a potential counterclaim against IFA. IFA has advised Marshall
27 Entities that it believes that the Discovery to be conducted in furtherance of a potential
28 counterclaim against IFA is barred by the automatic stay. 11 U.S.C. §362. Marshall Entities

denies that the Discovery is in furtherance of a potential counterclaim against IFA.

2 18. IFA has attempted to reach a consensual agreement with Marshall Entities for
3 a stay of further proceedings in the matter until IFA can decide whether or not it wishes to
4 proceed with the Federal Court Case. If IFA decides to continue the Federal Court Case,
5 IFA needs time to seek new counsel and employ new counsel in this bankruptcy case. The
6 parties have been unable to reach a consensual agreement to stay the Federal Court Case and
7 Marshall Entities has indicated that it intends to proceed with the Discovery. If the
8 deponents do not appear at the deposition, it is likely that Marshall Entities will file a motion
9 to compel in the Federal Court Case, may reschedule depositions, and may seek sanctions.

FIRST CLAIM FOR RELIEF

(Violation of the Automatic Stay)

12 19. IFA hereby repeats and reavers paragraphs 1 through 18 above, and
13 incorporates the same as though set forth in their entirety.

14 20. The actions of Marshall Entities are in violation of the automatic stay in that
15 Marshall Entities is gathering information to assert a counterclaim against IFA, and has taken
16 advantage of the fact that IFA does not yet have counsel in the Federal Court Case.

17 21. Marshall Entities has been advised of the bankruptcy case and the effect of the
18 automatic stay, but nevertheless has indicated it will continue to pursue the Discovery,
19 specifically including the above-referenced depositions.

WHEREFORE, IFA prays for relief as hereinafter set forth.

SECOND CLAIM FOR RELIEF

(Injunction)

23 22. IFA hereby repeats and reavers paragraphs 1 through 21 above, and
24 incorporates the same as though set forth in their entirety.

25 23. In the event Marshall Entities continues with the Discovery, IFA is informed
26 and believes that the Discovery will be in furtherance of claim that Marshall Entities intends
27 to assert against IFA. In the event Discovery continues, IFA will be irreparably harmed
28 because it currently has no counsel representing it in connection with the proposed

depositions.

24. Even if the Discovery is not in violation of the automatic stay, IFA seeks injunctive relief pursuant to Section 105 of the Bankruptcy Code to give it time to evaluate the Federal Court Case, and determine whether to pursue it. If IFA elects to proceed, it can then employ counsel, seek employment of counsel in the bankruptcy case, and the Discovery process can proceed accordingly. If IFA elects not to proceed, then there is no need for the proposed Discovery contemplated by Marshall Entities.

WHEREFORE, IFA prays for relief as follows:

9 (1) With respect to the First Claim For Relief, for an order that the proposed
10 Discovery be stayed as in violation of the automatic stay of 11 U.S.C. §362.
11 (2) With respect to the Second Claim For Relief, an order enjoining Marshall
12 Entities from proceeding with further discovery until this matter can be
13 brought before the Bankruptcy Court.
14 (3) For such other and further relief as the Court shall deem just and proper.

DATED this 5th day of May, 2011.

LAW OFFICES OF ALAN R. SMITH

/s/ Alan R. Smith

By:

ALAN R. SMITH, ESQ.
Attorney for Debtor/Plaintiff

VERIFICATION

2 STATE OF NEVADA)
3 COUNTY OF CLARK)
ss.

4 The undersigned hereby certifies under penalty of perjury that:

5 That I, William Dyer, am the President of INTEGRATED FINANCIAL
6 ASSOCIATES, INC., Nevada corporation, which is the Plaintiff/Debtor in the foregoing
7 adversary proceeding, and is authorized to make this verification on behalf of the
8 Plaintiff/Debtor; that he has personal knowledge of the facts contained in the Verified
9 Complaint and is competent to testify in a court of law as to those facts; that he has read the
10 foregoing complaint and knows the contents thereof, that the same is true to the best of his
11 knowledge, except as to those matters stated upon information and belief, and as to those
12 matters, he believes them to be true.

DATED this 5th day of May, 2011.

WILLIAM DYER, President

17 SUBSCRIBED and SWORN to before
me this 5 day of May, 2011.

20 | NOTARY PUBLIC

